

**MICHAEL JAY BERGER (State Bar # 100291)**  
**LAW OFFICES OF MICHAEL JAY BERGER**  
**9454 Wilshire Boulevard, 6th Floor**  
**Beverly Hills, California 90212**  
**T: 1.310.271.6223 | F: 1.310.271.9805**  
**E: michael.berger@bankruptcypower.com**

**Counsel for Debtor-in-Possession,**  
**MMZ HOLDINGS, LLC**

**UNITED STATES BANKRUPTCY COURT**

**CENTRAL DISTRICT OF CALIFORNIA – LOS ANGELES DIVISION**

**In re:**

**MMZ HOLDINGS, LLC**

**Debtor-in-Possession.**

**CASE NO.: 2:21-bk-11230-WB**

**Chapter 11**

**FIRST INTERIM APPLICATION  
FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES  
OF MICHAEL JAY BERGER;  
DECLARATIONS OF MICHAEL  
JAY BERGER AND MANUK BOYAJIAN  
IN SUPPORT THEREOF**

**Date: June 25, 2021**

**Time: 2:00 p.m.**

**Place: Courtroom 1375**

**255 E. Temple Street, Floor 13  
Los Angeles, CA**

All hearings for the Hon. Julia W. Brand will be  
conducted remotely, using ZoomGov video and audio

**TO THE HONORABLE JULIA W. BRAND, JUDGE OF THE UNITED  
STATES BANKRUPTCY COURT, TO THE UNITED STATES TRUSTEE AND  
TO ALL INTERESTED PARTIES:**

The Law Offices of Michael Jay Berger ("Applicant") hereby applies to this Court  
(the "Application") for an order allowing and approving compensation for legal services  
rendered and reimbursement for expenses incurred as general bankruptcy counsel for

1 **MMZ HOLDINGS, LLC** (the “Debtor”), debtor and debtor-in-possession herein, during  
2 the period of February 17, 2021 through May 16, 2021 (the “Application Period”). Filed  
3 concurrently herewith are the Declarations of Michael Jay Berger (the “Berger  
4 Declaration”) and Manuk Boyajian (the “Boyajian Declaration”) in support of the  
5 Application.  
6

7 The Applicant has reviewed and the following information is supplied in  
8 conformity with United States Bankruptcy Court, Central District of California, Local  
9 Rule 2016-1 and the guidelines of the Office of the United States Trustee (“OUST”).  
10

11 **I. SUMMARY OF APPLICATION**

- 12 1. Applicant: Law Offices of Michael Jay Berger.  
13  
14 2. Type of Service Rendered: General Bankruptcy Counsel.  
15  
16 3. Date of Filing Chapter 11: February 16, 2021.  
17  
18 4. Date of Entry of Order Approving Applicant’s Employment: March 25, 2021.  
19  
20 5. Date of Filing of Last Application for Compensation and/or Reimbursement of  
21 Expenses: None.  
22  
23 6. Total Fees Allowed or Paid to Applicant to Date (including Retainers and Prior  
24 Approved Fee Application): None

25 **(i) Chapter 11 Retainer**

- 26 a. Retainer Received: Applicant received a total retainer of \$20,000.00. On  
27 February 12, 2021, Debtor paid Applicant \$10,000.00 of the \$20,000.00  
28 retainer. On February 16, 2021, Debtor paid Applicant \$10,000.00 of the  
\$20,000.00 retainer and the Chapter 11 filing fee of \$1,738.00.

1 b. Retainer Remaining: \$18,742.00. Pursuant to the written fee agreement  
2 between Applicant and the Debtor, the sum of \$1,258.00 was earned by  
3 Applicant prior to Applicant's representation in the Debtor's bankruptcy  
4 case.

5  
6 c. Total Requested in Prior Applications: None.

7 d. Total Paid Pursuant to Prior Applications: None.

8  
9 e. Total Amount Currently Due but Unpaid Pursuant to Prior Approved  
10 Applications: None.

11 f. Total Amount Allowed but Reserved Pending Final Fee Application:  
12 None.

13  
14 7. Summary of Requested Fees in this Application: See chart in Section VI, *infra*.

15 8. The hourly rates set forth in Exhibit "10" for Applicant's various professionals  
16 who recorded time during the Application Period are the same rates charged by  
17 such professionals for non-bankruptcy services.

18  
19 9. Bonus requested: Not applicable.

20 10. Total Fees Requested in Application: \$24,454.00

21  
22 11. Total Expenses Allowed or Paid to Applicant to Date (including Retainers and  
23 Prior Approved Fee Applications): \$1,738.00

24 12. Summary of Requested Expense Reimbursement: See Exhibit "11" hereto.

25 13. Total Expenses Requested in this Application: \$791.43

26  
27 14. Total Award of Fees and Expenses Requested: \$25,245.43

1 **II. INTRODUCTION AND BACKGROUND**

2 On February 16, 2021 the Debtor filed its Chapter 11 bankruptcy petition. This is  
3 the Debtor's first voluntary bankruptcy petition filing.  
4

5 Manuk Boyajian is the owner and 100% shareholder of the Debtor. Debtor is real  
6 estate holding company. The Debtor currently generates income from leasing its  
7 commercial building located at 1213 - 1217 Centinela Avenue, Inglewood, CA 90302  
8 and the adjacent parking lot located at 1223 Centinela Avenue, Inglewood, CA 90302  
9 (the "Properties") to Rainbow Children's Academy ("Rainbow"). Rainbow is a child care  
10 facility for children ages one through six years old that services low income families and  
11 primarily minority households. 98% of the children receive government assistance for  
12 their fees. Rainbow provides the children two meals per day plus snacks and fruit, so  
13 they are getting food four times per day. Rainbow receives reimbursement from the  
14 government for the children's tuition and fees based on attendance numbers. Availability  
15 of childcare has been hard hit during the COVID-19 pandemic. Local parents cannot  
16 work if there is no day care in their community. 92 families use Rainbow currently. 40%  
17 are single mothers and 8% are single fathers. Rainbow has 24 employees that needs to  
18 pay. Rainbow has fallen one year behind on the rent payments to the Debtor. The Debtor  
19 is attempting to refinance the property based on a new Property appraisal for \$9 million  
20 to satisfy the existing mortgage holders.  
21  
22  
23  
24  
25

26 **LIABILITIES OF THE ESTATE**

27 **Debtor's secured creditors are:**

28 1. Lone Oak \$3,000,000.00 First Trust Deed

2. Melissa Thomas 2,400,000.00 Second Trust Deed
3. Credit Suisse First Boston, LLC \$250,000.00 Third Trust Deed
4. Peter Ma, \$150,000.00 fourth mortgage. Fourth Trust Deed
5. Los Angeles County Tax Collector \$34,246.92

Debtor's additional creditors are:

United States Small Business Administration \$149,000.00

Wise Funding \$75,000.00

PPP Loan: \$80,000.00

### **III. SIGNIFICANT EVENTS DURING THE APPLICATION PERIOD**

During the Application Period, Applicant spent the necessary time preparing the 7-day package for the OUST, represented the Debtor at the first Initial Debtor Interview, 341(a) meeting of creditors, which was continued, and at the second Meeting of Creditors. Applicant prepared the Application to be Employed as General Bankruptcy Counsel, which was approved on March 25, 2021. Applicant responded to a Motion for Relief from Stay filed by Secured Creditor Melissa Thomas and Supplemental Joinder by Secured Creditor Lone Oak Fund, LLC. During the Application period, Applicant negotiated with Creditors, and executed on a plan for Adequate Protection payments to Secured Creditors Lone Oak Fund, LLC and Melissa Thomas. Applicant attended the Initial Status Conference.

On February 16, 2021, Applicant filed Debtor's Petition [docket no.: 1]. On February 16, 2021 Applicant filed the Corporate Resolution [docket no.: 2].

1 On March 2, 2021, Applicant filed the Application to be employed as General  
2 Bankruptcy Counsel [docket no.: 10]. On March 2, 2021, Applicant filed the deficient  
3 schedules with the Court [docket no.: 12].  
4

5 On March 4, 2021, Applicant amended the List of Creditors [docket no.: 15].

6 On March 17, 2021 Applicant attended the first Meeting of Creditors.

7 On March 31, 2021, Applicant filed the Debtor's February MOR [docket no.: 25].

8 On April 21, 2021 Applicant ensured Debtor obtained new liability insurance and  
9 submitted proof to U.S. Trustee.  
10

11 On April 26, 2021, Applicant filed the initial status report [docket no.: 29].

12 On April 27, 2021 Applicant filed Debtor's March Monthly Operating Report  
13 [docket no.: 30].  
14

15 On April 27, 2021 Applicant replied to the Relief From Stay Motion [docket no.:  
16 31].  
17

18 On April 28, 2021 Applicant attended the Continued Meeting of Creditors.

19 On May 6, 2021 Applicant attended the Initial Status Conference.

20 On May 7, 2021, Applicant filed a Declaration for Appraiser who prepared new  
21 appraisal on the Debtor's Property [docket no.: 35].  
22

23 On May 7, 2021, Applicant followed up on requests for tax returns from the  
24 Internal Revenue Service.  
25

26 On May 7, 2021 and May 17, 2021 Applicant communicated with the Small  
27 Business Administration regarding their loan to the Debtor.  
28

On May 11, 2021, Applicant attended hearing on the Relief from Stay Motion.

**IV. RETENTION OF APPLICANT**

The Debtor selected Applicant because of Applicant's extensive experience and knowledge in the field of bankruptcy.

Prior to the Petition Date, the Debtor retained Applicant to prepare the petition and to advise the Debtor on preparations for commencing this chapter 11 case. The terms of Applicant's retention provide that it will be compensated for its services on the basis of hourly billings, subject to Court approval. There is no agreement or understanding between Applicant and any other person for the sharing of compensation or other proceeds for the services rendered in this case.

Pursuant to the written fee agreement between Applicant and the Debtor, Applicant's retainer fee is \$20,000.00. Applicant received a total retainer of \$20,000.00. On February 12, 2021, Debtor paid Applicant \$10,000.00 of the \$20,000.00 retainer. On February 16, 2021, Debtor paid Applicant the remaining \$10,000.00 of the \$20,000.00 retainer. On February 16, 2021, Debtor paid Applicant the Chapter 11 filing fee of \$1,738.00.

The work that Applicant has done and will do on the Debtor's behalf will be billed at the hourly rates specified in the written fee agreement between Debtor and Applicant. Applicant's actual pre-petition fees were \$1,258.00 and Applicant's actual pre-petition costs were \$1,738.00 paid by the Debtor. The terms of employment and the retainer were disclosed to the Court and other interested parties and approved by the Court.

**V. REQUEST FOR APPROVAL AND PAYMENT OF ALL FEES AND EXPENSES FOR THE APPLICATION PERIOD**

1 With this Application, Applicant requests allowance and payment of fees in the  
2 amount of \$24,454.00 consisting of 57.1 hours of billed time and 14.3 hours of unbilled  
3 time. Applicant also requests allowance and payment of \$791.43 for expenses incurred  
4 over the Application Period. This time is reflected in the total hours set forth in Section  
5 VI, below.  
6

7 Pursuant to Local Bankruptcy Rule 2016-1, a brief narrative of the present posture  
8 of this case is contained herein. A detailed listing of all time spent by attorneys and  
9 paraprofessionals is set forth in Exhibits "1" through "9" to the Berger Declaration  
10 pursuant to Local Bankruptcy Rule 2016-1(a)(1)(E). Exhibits "1" through "9" show the  
11 date the services were rendered, the nature of the services rendered, who rendered the  
12 services, the time required for the performance of such services, and the fee associated  
13 with each service rendered. All services performed by Applicant professionals were  
14 recorded in time increments of one-tenth (0.1) of an hour. All services performed by  
15 Applicant paralegals, legal assistants and professional staff were professional in nature  
16 and if not performed by the paraprofessionals, would have been performed by attorneys.  
17  
18  
19

20 Attached to the Berger Declaration as Exhibit "10" is a summary of all of the  
21 attorneys and paraprofessionals who devoted time on this case during the Application  
22 Period, along with their billing rates, total hours expended and total fees billed.  
23

24 All expenses, which include all out-of-pocket expenses incurred by Applicant for  
25 all matters on behalf of the Debtor during the Application Period, organized by category  
26 of expense, are contained in Exhibit "11" to the Berger Declaration, pursuant to LBR  
27 2016-1(a)(1)(F). Applicant has made every effort to limit the expenses and to use the  
28



most economically-efficient means available for accomplishing the tasks for which expenses were incurred. Expenses for court costs, outside copy costs, computerized legal research, express delivery, travel, and courier services are billed at actual costs. Applicant does not bill for long-distance telephone calls. Photocopies are generally made in-house and the charges are billed at \$.10 per page. The charges reflect a reasonable estimate of the per page cost to the Applicant of in-house copying, and do not include any charge for the time and labor associated with making such copies. The use of email has been significant in this case, which has greatly reduced the cost of facsimile and long-distance telephone use. Courier, overnight and facsimile services were necessary when regular mail would not be adequate to complete the task in a timely manner.

## **VI. MAJOR ACTIVITY CATEGORIES SUMMARY AND DESCRIPTION OF SERVICES RENDERED DURING THE APPLICATION PERIOD**

Pursuant to the Guidelines of the OUST, Applicant has segregated its time and expenses into the following categories:

Category	Hours Billed	Hours Non-billed	Total Hours Worked	Amount of Fees Charged
Relief From Stay	15.7	1.5	17.2	\$7,407.50
Case Administration	18.8	10	28.8	\$7,037.50
Meeting of Creditors	7.2	0.7	7.9	\$3,752.00
Financing	5.7	0.3	6	\$2,576.50
Business Operations	3.6	0.5	4.1	\$1,544.00
Fee and Employment Applications	4.4	1	5.4	\$1,364.00
Claims Administration and Objections	1	0.1	1.1	\$475.00
Asset Analysis	0.5	0.00	0.5	\$257.50
Litigation	0.2	0.2	0.4	\$40.00
<b>Totals</b>	<b>57.1</b>	<b>14.3</b>	<b>71.4</b>	<b>\$24,454.00</b>

Set out below is a narrative explanation, pursuant to Federal Rule of Bankruptcy Procedure 2016(a) and Local Bankruptcy Rule 2016-1, of the services performed by Applicant during the Application Period. No narrative is provided for those matters where no fees were incurred during the Application Period.

A. Relief From Stay

**Hours Worked: 17.2 Fees: \$7,407.50**

Applicant prepared and filed a response to a relief from stay motion. Applicant negotiated with Creditors to arrive at Adequate Protection Payment amounts. Applicant prepared declaration for Property Appraiser. Applicant attended the Hearing on the Relief from Stay Motion.

B. Case Administration

**Hours Worked: 28.8 Fees: \$7,037.50**

Applicant recorded time under this category for services related to the general administration of the Debtor's case. Applicant worked with Debtor to put together the 7 day package. The Applicant reviewed deficiencies and addressed them. The Applicant prepared and filed the MORs. The Applicant assisted the client in becoming compliant with the Insurance requirement. Applicant communicated dates and deadlines to Debtor. Applicant advised client on letter from the IRS.

C. Meeting of Creditors

**Hours Worked: 7.9 Fees: \$3,752.00**

1 Applicant represented the Debtor at the Initial Debtor Interview and the continued  
2 Meeting of Creditors. Applicant obtained a transcript of the Initial Debtor Interview to  
3 review the questions posed by the Creditors that needed addressing in the Continued  
4 Meeting of Creditors. Applicant worked with Creditors to reschedule the Continued  
5 Meeting to get a two week extension. Applicant prepared Debtor for the Question and  
6 Answers for the Meeting of Creditors.  
7

8  
9 D. Financing

10 **Hours Worked: 6 Fees: \$2,576.50**

11 Applicant recorded time under this category working on MORs, budgets and cash  
12 flow projections. Applicant reviewed Notes on property and loan terms. Applicant  
13 communicated with Lenders to negotiate payments. Applicant discussed refinancing with  
14 Debtor. Applicant began preparation on a Cash Collateral Motion.  
15

16  
17 E. Business Operations

18 **Hours Worked: 4.1 Fees: \$1,544.00**

19 Applicant recorded time under this category for preparing for reviewing a  
20 judgment lien for the tenant, reviewing a letter from Wells Fargo regarding debit  
21 restrictions on the Debtor's account, drafting the MORs, discussing the MORs with client,  
22 reviewing the Secretary of State's website for information on the tenant, and discussing  
23 the SBA loan with Debtor.  
24

25  
26 F. Fee and Employment Applications

27 **Hours Worked: 5.4 Fees: \$1,364.00**  
28

Applicant recorded time under this category for preparing the Application to  
Employ the Applicant as general Bankruptcy Counsel including researching and  
disclosing all prior connections with the Debtor.

G. Claims Administration and Objections

**Hours Worked: 1.1 Fees: \$475.00**

Applicant recorded time under this category for reviewing the claims of the Los  
Angeles Tax Collector, The State Tax Authority, drafting a Notice of Claims Bar Date,  
and communicating with the United States Small Business Administration regarding the  
Debtor's use of borrowed funds.

H. Asset Analysis

**Hours Worked: 0.5 Fees: \$257.50**

Applicant recorded time under this category for services related to  
communications with Debtor regarding the 7 day compliance and preparation of the  
schedules.

I. Litigation

**Hours Worked: 0.2 Fees: \$40.00**

Applicant recorded time under this category for services related to researching  
civil lawsuit involving tenant Rainbow Academy.

**VII. FACTORS RELEVANT IN DETERMINING THE ALLOWANCE OF  
FEES**

A. Legal Standard

1 Bankruptcy Code Section 330 authorizes compensation for professionals rendering  
2 services in connection with a bankruptcy case. The responsibility for determining  
3 reasonable compensation under Section 330 for services rendered to the estate rests with  
4 the bankruptcy court and the court's decision is final unless there is an abuse of  
5 discretion. *In re Nucorp Energy, Inc.*, 764 F.2d 655, 657 (9<sup>th</sup> Cir. 1985). Bankruptcy  
6 Code Section 330 requires that the  
7  
8 compensation awarded be "for actual, necessary services" taking into account the time  
9 spent on such services, the rates charged, and the value of the services rendered. 11  
10 U.S.C. §330(a)(1)(3).  
11

12 Prior to the enactment of the Bankruptcy Code, the Ninth Circuit followed the  
13 judicially created "strict rule of economy" doctrine. *See In re THC Financial Corp.*, 659  
14 F.2d 951, 955 n.2 (9<sup>th</sup> Cir. 1981), *cert. denied*, 456 U.S. 977 (1982). Bankruptcy Code  
15 Section 330 was enacted to overrule this doctrine, and to ensure adequate compensation  
16 for bankruptcy attorneys so that qualified specialists would not be forced to abandon the  
17 practice of bankruptcy law in favor of more remunerative areas. *In re Nucorp Energy,*  
18 *Inc.*, *supra*, 764 F.2d at 658; *In re Powerline Oil Co.*, 71 B.R. 767, 770 (9<sup>th</sup> Cir. BAP  
19 1986).  
20  
21  
22

23 In the case of *In re Yermakov*, 718 F.2d 1465 (9<sup>th</sup> Cir. 1983), the Ninth Circuit  
24 discussed the test to be used to calculate a reasonable attorney fee beyond the factors  
25 listed in Bankruptcy code Section 330. The Court stated that, "the primary method used  
26 to determine a reasonable attorney fee in a bankruptcy case is to multiply the number of  
27 hours expended by an hourly rate." *Id.* at 1471. This method has been referred to as the  
28

1 “lodestar” or basic fee test, which, if warranted, can be adjusted upward or downward. In  
2 that regard, the Ninth Circuit in *Yermakov* made specific reference to *Johnson v. Georgia*  
3 *Highway Express, Inc.*, 488 F.2d 714, 717-19 (5<sup>th</sup> Cir. 1974), where the Court of Appeals  
4 for the Firth Circuit listed twelve factors that should be considered in awarding attorneys’  
5 fees. These so-called “Johnson factors” have been referred to and utilized by many  
6 courts throughout the country in determining and awarding fees in bankruptcy cases.  
7 *See, e.g., Powerline Oil Co., supra*, 71 B.R. at 771, and cases cited therein. These factors  
8 include, among others: the time and labor required; the novelty and difficulty of  
9 the questions involved; the skill required to perform the legal services properly; the  
10 preclusion of other employment by the attorney due to acceptance of the case; the  
11 customary fee; whether the fee is fixed or contingent; the amount involved, and the  
12 results obtained; the experience, reputation and the ability of the attorneys; the  
13 undesirability of the case; and awards in similar cases.

14 The Ninth Circuit Bankruptcy Appellate Panel has concluded that the “loadstar”  
15 approach coupled with consideration of the “Johnson factors” is the appropriate standard  
16 to be applied in determining and awarding professional fees in a bankruptcy case.

17 *Powerline Oil Co.*,  
18 *supra*, 71 B.R. at 771; *see also In re Mednet*, 251 B.R. 103, 108 (9<sup>th</sup> Cir. BAP 2000). In  
19 this Application, Applicant is not seeking any upward adjustment in the “loadstar”  
20 approach to its request for compensation. The requested fees are the product of the  
21 number of hours expended by Applicant’s professionals in representing the interests of  
22 the Debtor multiplied by their respective hourly rates.

B. Application of the Lodestar and Applicable Johnson Factors

1. *Time Spent*

Applicant's time records, copies of which are attached to the Berger Declaration as Exhibits "1" through "9", demonstrate that during the Application Period, Applicant spent a total of 57.10 billed hours and 14.30 unbilled hours representing the Debtor.

Applicant submits that his time records demonstrate that all of the time spent was reasonable and necessary for the adequate representation of the Debtor in connection with the matters for which Applicant was employed.

2. *Customary Fee for Comparable Services*

Bankruptcy Code Section 330 requires that the bankruptcy court award fees in bankruptcy cases based upon the costs of similar services rendered in non-bankruptcy cases. This requirement is a departure from prior law governing the allowance of compensation. The drafters of the Bankruptcy Code abandoned the notions of conservation of the estate and economy of administration which were pivotal concepts in assessing compensation under the prior Bankruptcy Act. Rather, Congress attempted to attract bankruptcy law specialists to make the adjudication of bankruptcy cases more efficient. This change "was based on the fundamental economic principle that the payment of arbitrarily lower rates to lawyers in bankruptcy proceedings compared to market-established rates for non-bankruptcy legal service would cause attorneys to leave bankruptcy practice or to refrain from entering bankruptcy practice. An inherent risk in this system... is that creditors would have to absorb the costs of improper and inefficient administration." 3 COLLIER ON BANKRUPTCY,

1 330.04[6][a] at 330-59 (Alan N. Resnick and Henry J. Sommer, eds., 15th ed. Rev.  
2 2008).

3 The Applicant's summary of services rendered, attached hereto as Exhibit "10"  
4 pursuant to Local Bankruptcy Rule 2016-1 (a)(1)(G), depicts the hourly rates charged by  
5 the Applicant's professionals, as well as the actual time spent by each professional for the  
6 services provided in this case. The Applicant submits that these rates are identical to the  
7 rates the Applicant charges its non-bankruptcy clients.  
8  
9

10 3. *The Experience, Reputation and Ability of the Attorneys Involved*

11 The qualifications of the attorneys and paraprofessionals performing services on  
12 behalf of the Debtor are set forth in Exhibits "12" and "13", attached to the Berger  
13 Declaration. The Applicant believes that each of the persons listed on Exhibits "12" and  
14 "13" are highly qualified to perform the services rendered on the Debtor's behalf and  
15 have billing rates commensurate with similarly qualified attorneys and paraprofessionals.  
16 The Applicant submits that it has a well-earned reputation for providing high quality  
17 legal services in each of legal arenas in which it practices. As noted on Exhibit "12",  
18 Michael Jay Berger is a Certified Legal Specialist in Bankruptcy Law and is an "AV"  
19 rated lawyer as rated by Martindale Hubbell, and has maintained this rating continuously  
20 for the past 26 years.  
21  
22  
23

24 C. The Applicant Should be Compensated for All of its Fees

25 Pursuant to Section 330 of the Bankruptcy Code, the Court may award to a  
26 professional person, reasonable compensation for actual, necessary services rendered, and  
27 reimbursement for  
28



1 actual, necessary expenses incurred. 11 U.S.C. §330(a). As set forth above, the fees that  
2 the Applicant requests compensation and the expenses for which the Applicant requests  
3 reimbursement are for actual and necessary services rendered and expenses incurred.  
4

5 The Applicant submits that full compensation of fees and reimbursement of  
6 expenses requested in this Application pursuant to Bankruptcy Code Section 330 is  
7 appropriate. Authorizing full payment is also consistent with the priority scheme of the  
8 Bankruptcy Code, which contemplates administrative claims having priority over general  
9 unsecured claims. Thus, the Applicant respectfully requests that the Court approve the  
10 payment of compensation as requested in full.  
11

12 Further, Bankruptcy Code Section 331 was enacted to allow professionals to be  
13 compensated, on an interim basis, throughout the pendency of the case. Bankruptcy  
14 Code Section 331 provides in relevant part as follows:  
15

16 ...any professional person...may apply to the court no more than once every 120  
17 days after an order for relief under a case under this title, or more often if the court  
18 permits, for such compensation for services rendered before the date of such an  
19 application or reimbursement for expenses incurred before such date as is provided  
20 under Section 330 of this title. After notice and a hearing, the court may allow and  
disburse to such applicant such compensation and reimbursement.

21 11 U.S.C. §331. As enacted, the Bankruptcy Code expresses a strong legislative  
22 preference that attorneys should be awarded full compensation. Congress drafted Section  
23 331 to allow a Debtor's attorneys to receive compensation during the case, instead of  
24 being required to wait until the end of the case, which in some instances might be years  
25 away. H.R. Rep. No. 95-595, 95th Cong., 1st Session. 330 (1997). Authorizing full  
26  
27  
28

1 payment is also consistent with the priority scheme of the Bankruptcy Code which  
2 contemplates administrative claims having priority over general unsecured claims.

3 The Applicant submits that interim compensation pursuant to Bankruptcy Code  
4 Section 331 is appropriate. In view of the strongly expressed legislative intent and the  
5 priority requirement of the Bankruptcy Code, the Applicant respectfully requests that the  
6 Court approve the payment of compensation as requested in full.  
7

8 **VIII. SOURCES OF PAYMENT OF ALLOWED FEES AND EXPENSES**  
9

10 According to the Debtor's April 2021 bank statement, Debtor currently has  
11 approximately \$393.00 in the general debtor-in-possession bank account. Debtor resumed  
12 collecting rental income from Rainbow effective May 2021. In the Event the Debtor does  
13 not have sufficient funds in its debtor-in-possession account to pay the balance of the  
14 Court approved fees, Applicant agrees to enter into a payment plan with the Debtor  
15

16 **IX. CONCLUSION**  
17

18 WHEREFORE, Applicant requests this Court enter an order as follows:

19 1. Approving the Application of Applicant and awarding, as a first interim  
20 payment of fees, compensation of \$24,454.00, and reimbursement of costs of \$791.43,  
21 for a total of \$25,245.43;  
22

23 2. Immediately upon entry of this order, Applicant shall be permitted to draw  
24 down on the \$18,742.00 retainer held in Applicant's Client Trust Account to satisfy the  
25 award of fees and costs;  
26  
27  
28

3. Immediately upon entry of this order, the Debtor shall pay to Applicant  
\$6,503.43, representing the balance of fees and reimbursable expenses awarded to  
Applicant in connection with this Application;

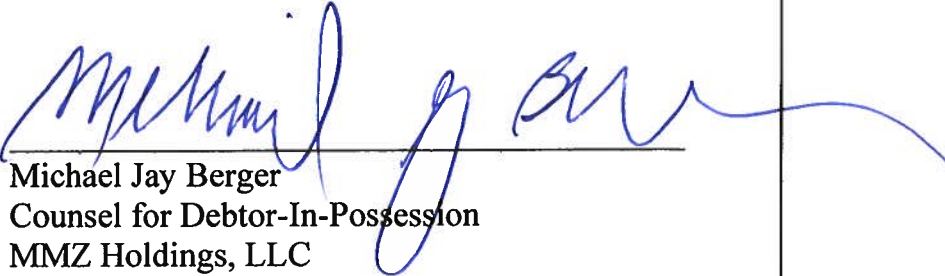
4. Debtor and Applicant agree to enter into a payment arrangement in the  
event Debtor does not have sufficient funds in its debtor-in- possession account to pay  
Applicant's fees and costs in full upon entry of the order approving this Application; and

5. Granting such other and further relief as is just and proper.

Dated: May 28, 2021

**LAW OFFICES OF MICHAEL JAY BERGER**

By:

  
Michael Jay Berger  
Counsel for Debtor-In-Possession  
MMZ Holdings, LLC

**DECLARATION OF MICHAEL JAY BERGER**

I, Michael Jay Berger, declare and state as follows:

1. I am an Attorney at Law, licensed to practice before all of the courts in the State of California, and in the United States District Court for the Central District of California. I have personal knowledge of the facts set forth below and if called to testify as to those facts, I could and would competently do so.

2. The First Interim Application for Compensation and Reimbursement of Expenses ("Application") submitted by myself (the "Applicant") for February 17, 2021 through May 16, 2021 (the "Application Period"), complies with the guidelines of the Office of the United States Trustee (the "OUST").

3. I have reviewed this Application and it complies with LBR 2016-1.

4. I have complied with LBR 2016-1(a)(1)(A)(i) on page 4, lines 1 – 27, and page 5, lines 1 – 11, under section II of this Application where I describe the general operations of the Debtor.

5. I have complied with LBR 2016-1(a)(1)(A)(iii) on page 3, lines 1 - 5 under section I of this Application, which provides Debtor's total balance remaining in the Client Trust Account, and on page 18, lines 8 – 15 under section 8, Debtor's total balance remaining in its non-cash collateral account.

6. I have complied with LBR 2016-1(a)(1)(B) on page 2, lines 16 - 18, under section I, (items 3 - 5), where the date of entry of the order approving my employment application was entered, and the date of my last granted fee application, if applicable.

1           7. I have complied with LBR 2016-1(a)(1)(C) in section I of this Application,  
2 item 6, where I provide listings of the amount of fees and expenses previously requested,  
3 those approved by the Court, and how much was received, if applicable.  
4

5           8. I have complied with LBR 2016-1(a)(1)(D) on page 7, lines 28, and page 8,  
6 lines 1 –28 under section V of this Application, which accurately reflects the services  
7 rendered and expenses incurred by the Applicant during the Application Period.  
8

9           9. Neither I, nor any member of my firm, have any agreement or  
10 understanding of any kind or nature to divide, pay over or share any portion of the fees to  
11 be awarded to me with any other person, attorneys or entity, except as among the  
12 members of the Applicant. I have strived to provide legal services to MMZ Holdings,  
13 LLC (“Debtor”), debtor and debtor-in-possession herein, in the most cost-efficient  
14 method, while maintaining the high quality of service expected from and provided by my  
15 professionals. I believe the billing rates for my professionals are reasonable and  
16 commensurate with the rates charged by similarly-qualified professionals providing  
17 similar services. I am a Certified Legal Specialist in Bankruptcy Law and I am an “AV”  
18 rated lawyer as rated by Martindale Hubbell, and have maintained this rating  
19 continuously for the past 26 years.  
20  
21  
22

23           10. I received a total retainer of \$20,000.00. On February 12, 2021, Debtor paid  
24 \$10,000.00 of the \$20,000.00 retainer. On February 16, 2021, Debtor paid the remaining  
25 \$10,000.00 of the \$20,000.00 retainer. On February 16, 2021, Debtor paid the Chapter 11  
26 filing fee of \$1,738.00. The work that I have done and will continue to do on the Debtor’s  
27 behalf will be billed at the hourly rates specified in the fee agreement.  
28

1           11. I have complied with LBR 2016-1(a)(1)(E) in Exhibits “1” through “9”,  
2 and incorporated herein by this reference, which provide detailed listings of all time spent  
3 by attorneys and paraprofessionals showing the date the services were rendered, the  
4 nature of the services rendered, who rendered the services, the time required for the  
5 performance of such services, and the fee associated with each service rendered,  
6 segregated according to the OUST guidelines. All services performed by my  
7 professionals were recorded in time increments of one-tenth (0.1) of an hour. All  
8 services performed by my paralegals, legal assistants and professional staff were  
9 professional in nature and if not performed by the paraprofessionals, would have been  
10 performed by attorneys.

14           12. I have complied with LBR 2016-1(a)(1)(F) in Exhibit “11”, and  
15 incorporated herein by this reference, which provides a listing of all expenses for all  
16 matters on behalf of the Debtor during the Application Period, organized by category of  
17 expense pursuant to LBR 2016-1(a)(1)(F).

19           13. I have complied with LBR 2016-1(a)(1)(G) in Exhibit “10”, and  
20 incorporated herein by this reference, which provides a summary of all of the attorneys  
21 and paraprofessionals who devoted time on this case during the Application Period, along  
22 with our billing rates, total hours expended and total fees billed.

24           14. I have complied with LBR 2016-1(a)(1)(H) by providing as Exhibits “12”  
25 and “13” to this Application, my resume and the firm CV detailing the qualifications of  
26 the attorneys and paralegals whom have rendered services on the Debtor’s behalf,  
27 incorporated herein by this reference. I believe that each of the persons listed in Exhibits  
28

1 “12” and “13” is highly qualified to perform the services rendered on the Debtor’s behalf  
2 and have billing rates commensurate with similarly qualified attorneys and  
3 paraprofessionals.

4  
5 15. I have complied with LBR 2016-1(a)(1)(J) on page 22 of this application  
6 because either a declaration from the client indicating that the client has reviewed my fee  
7 application is provided in this Application, or if none provided, I have described the steps  
8 I have taken to obtain the client’s declaration and the client’s response thereto.  
9

10 16. Attached hereto as Exhibit “14” is the Notice of this Application served in  
11 accordance with LBR 2016-1(a)(2)(B).

12  
13 17. Debtor and I agree to enter into a payment arrangement in the event Debtor  
14 does not have sufficient funds in its debtor-in- possession account to pay my fees and  
15 costs in full upon entry of the order approving this Application.  
16

17 I declare under penalty of perjury that the foregoing is true and correct and that  
18 this declaration is executed on May 28, 2021 at Beverly Hills, California.

19  
20  
21   
22 Michael Jay Berger  
23  
24  
25  
26  
27  
28

**DECLARATION OF MANUK BOYAJIAN**

I, Manuk Boyajian, declare and state as follows:

1. I am the Owner and Managing Member of the Debtor, MMZ Holdings, LLC (the "Debtor"). I have personal knowledge of the facts set forth below and if called to testify as to those facts, I could and would competently do so.

2. I have reviewed the attached First Interim Application for Compensation and Reimbursement of Expenses of Michael Jay Berger ("Fee Application"), and I have no objection to the Fee Application.

3. As of April 30, 2021 the Debtor has \$383.00 in its general debtor-in-possession account. Debtor and Applicant agree to enter into a payment arrangement in the event Debtor does not have sufficient funds in its debtor-in- possession account to pay Applicant's fees and costs in full upon entry of the order approving this Application.

I declare under penalty of perjury that the foregoing is true and correct and that this declaration is executed on May 31, 2021 at Los Angeles, California.

  
Manuk Boyajian



# **EXHIBIT 1**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
		<u>Relief From Stay Proceedings</u>		
4/21/2021	SD	Review the relief from stay motion filed by Melissa Thomas (0.4); email Debra Reed to prepare a response and provide my comments re the appraisal (0.1); email a copy to client with my comments (0.1)	0.60 495.00/hr	297.00
	MJB	Review the Motion for Relief from Stay filed by Melissa Thomas, analysis re response thereto	0.20 595.00/hr	119.00
	DR	Discuss budget and response to relief from stay motion	0.40 435.00/hr	174.00
4/22/2021	DR	Discussion with Manuk, discussion of reply to motion for relief from stay, cash collateral motion, budget	0.50 435.00/hr	217.50
	DR	Email regarding property Appraisal to Client	0.10 435.00/hr	43.50
	SD	Discuss the need for the appraisal report and adequate protection payments with Debra Reed to communicate to Manuk B., Debtor's principal	0.10 495.00/hr	49.50
	SD	Review and respond to Manuk B's email regarding the appraisal for the property and explain the importance of having one done asap	0.20 495.00/hr	99.00
	MJB	Review emails from Debra, Sofya D and the client re the need for an appraisal as part of our opposition to the Motion for Relief from Stay	0.10 595.00/hr	59.50
4/23/2021	MJB	Telephone call from client re the motion for relief from stay; telephone conference with Debra Reed re same	0.10 595.00/hr	59.50

MMZ Holdings LLC Chapter 11

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		<u>Hrs/Rate</u>	<u>Amount</u>
4/23/2021	DR Discussion of Reply to Relief from Stay Motion	0.50 435.00/hr	217.50
4/26/2021	DR Call with Benjamin Nachimson re relief from stay motion filed by Melissa Thomas	0.20 435.00/hr	87.00
	DR Email Offer to Nachimson counsel for Melissa Thomas 2nd offer new repayment terms.	0.10 435.00/hr	43.50
	DR Email client requesting loan documentation re Melissa Thomas	0.10 435.00/hr	43.50
	DR Email Client 2nd offer to Melissa Thomas re Adequate Protection Payments	0.10 435.00/hr	43.50
	SD Review the adequate protection payment proposal made by Debra Reed to the Movant per our last week's discussion regarding attempt to resolve the pending relief from stay motion	0.10 495.00/hr	49.50
	DR Discussion of adequate protection payments to 2nd lienholder.	0.20 435.00/hr	87.00
	DR Draft Form F 4001-1 Response to Motion Regarding the automatic stay	0.50 435.00/hr	217.50
	DR Draft Memorandum of Points and Authorities in support of Response to Motion Regarding the automatic stay	1.50 435.00/hr	652.50
	DR Draft Declaration of Manuk Boyajina in support of Response to Motion Regarding the automatic stay	0.50 435.00/hr	217.50
	DR Email Client Draft Reply to Relief from stay motion with signing instructions	0.20 435.00/hr	NO CHARGE
	SD Call with Manuk to go over the draft response and answer his questions re the case and the payments to Movant	0.20 495.00/hr	99.00
	MJB Review email from Benjamin Nachimson rejecting our settlement offer and refusing to entertain further settlement offer, telephone conference with the client re same	0.10 595.00/hr	59.50
4/27/2021	DR Draft and send email to Ben Nachimson, counsel for Melissa Thomas offering adequate protection payments.	0.10 435.00/hr	43.50
	DR Read and review email from Ben Nachimson, counsel for Melissa Thomas declining adequate protection payments and forward to client	0.10 435.00/hr	43.50
	DR Revise Form F 4001-1 RFS. Response - SD's edits	0.50 435.00/hr	217.50

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			<u>Hrs/Rate</u>	<u>Amount</u>
4/27/2021	DR	Revise Reply to Relief from Stay Motion SD edits	2.00 435.00/hr	870.00
	DR	Draft MJB Declaration to Reply to RFS Motion	0.30 435.00/hr	130.50
	DR	Draft Declaration for Manuk Boyajian Reply to RFS Motion	0.70 435.00/hr	304.50
	DR	Prepare Exhibits to Reply to RFS Motion	0.50 435.00/hr	NO CHARGE
	SD	Revise the Response to Melissa Thomas' Relief From Stay Hearing and write my comments and go over them with Debra Reed for her to incorporate my comments in the revised Response	1.00 495.00/hr	495.00
	MJB	Review and approve draft Response to Motion for Relief from Stay	0.10 595.00/hr	59.50
5/5/2021	DR	Send client 3 filings in case docket numbers 32, 33 and 34 regarding RFS Motion	0.10 435.00/hr	NO CHARGE
	DR	Review three filings in case, docket numbers 32,33, and 34, replies to our response to RFS motion	0.40 435.00/hr	174.00
	SD	Review Melissa Thomas' Reply to MMZ's Response to Motion for Relief From Stay (0.2); send client an email with the list of items to be done prior to the hearing (0.2)	0.40 495.00/hr	198.00
	DR	Email Client with next steps in the relief from stay motion in advance of hearing.	0.10 435.00/hr	43.50
	SD	Discuss the issues with the upcoming Relief From Stay Hearing with Debra Reed and ask her to send another email to Debtor's principals	0.10 495.00/hr	49.50
	MJB	Review emails from Debra Reed re proposed adequate protection payments to the holders of the first and second, reply filed by Melissa Thomas	0.10 595.00/hr	59.50
	SD	Review the appraisal report submitted by client and discuss it with Debra Reed and ask her to prepare and file appraiser's declaration	0.30 495.00/hr	148.50
	DR	Client called and sent over a new appraisal and discussed financing.	0.30 435.00/hr	130.50
5/6/2021	DR	Communicate with client regarding authenticating the new appraisal.	0.10 435.00/hr	43.50
	DR	Draft Declaration for real estate appraiser.	0.50 435.00/hr	NO CHARGE

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			<u>Hrs/Rate</u>	<u>Amount</u>
5/6/2021	DR	Discussion of appraisal of property	0.10 435.00/hr	43.50
	SD	Discuss the upcoming hearing on Melissa Thomas' Relief From Stay Motion and the appraisal with Debra Reed	0.10 495.00/hr	49.50
5/7/2021	SD	Check with Debra re the status of the appraisal and evidence of APO payments	0.10 495.00/hr	49.50
	DR	Receive Declaration from Appraiser. Review. Prepare to file with Court.	0.10 435.00/hr	NO CHARGE
	SD	Review the Supplemental Declaration of Appraiser with evidence of current fair market value of the property in support of Opposition to Thomas' relief from stay motion	0.10 495.00/hr	49.50
	DR	Draft Supplemental Declaration Of Ha Seoup Bang And Real Estate Appraisal In Support Of MMZ Holdings LLC, The Debtor's Response To Creditor Melissa Thomas's Motion For Relief From The Automatic Stay. Attach Appraisal.	0.30 435.00/hr	130.50
	MJB	Review and approve draft Supplemental Opposition to Creditor's Motion for Relief from Stay, declaration authenticates the attached appraisal	0.10 595.00/hr	59.50
	DR	Client called to confirm receipt of appraisal and declaration and that we filed with court today. Also acknowledged receipt of SBA related email.	0.10 435.00/hr	43.50
	DR	Request payment history from MMZ for 2 secured creditors	0.10 435.00/hr	43.50
	YN	File Supplemental Declaration in Support to the Response	0.10 225.00/hr	NO CHARGE
5/10/2021	MJB	Prepare for hearing on the Melissa Thomas Motion for Relief from Stay (.2) Prepare email to client re payments to Melissa Thomas, Samantha Navarro and the LA County Tax Collector since the debtor filed bankruptcy (.1)	0.30 595.00/hr	178.50
	MJB	Review email from Manuk Boyajian re debtor has not made any payments to anyone since it filed bankruptcy and it has not received any money from Rainbow during that time either	0.10 595.00/hr	59.50
5/11/2021	MJB	Final Preparation for Oral Argument (.2); Appear by Zoom Video Conference for the hearing on the Melissa Thomas Motion for Relief from Stay (.5); Calendar all dates set by the Court, prepare email to the client re what happened at the hearing and what it needs to do now and with analysis re the Single Asset Real Estate issue (.4)	1.10 595.00/hr	654.50
	SD	Review the summary of today's relief from stay hearing, discuss with Michael Berger and calendar the dates and deadlines	0.20 495.00/hr	99.00

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	<u>Hrs/Rate</u>	<u>Amount</u>
SUBTOTAL:	[ 17.20	7,407.50]
For professional services rendered	17.20	\$7,407.50

# **EXHIBIT 2**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
<u>Case Administration</u>				
2/17/2021	DR	Provide Template to clients and request past 6 months cash flows and 6 months of projected P&L.	0.20 435.00/hr	NO CHARGE
	YN	Telephone call with client and Eddie re the DIP accounts and the Cash Collateral Motion, send email re same	0.30 225.00/hr	67.50
	DR	Communicate with SD and MJB regarding the need to update the SOS CA records of Managing Member	0.10 435.00/hr	43.50
	YN	Contact Trustee Sale to confirm receipt of the bankruptcy	0.10 225.00/hr	22.50
	MJB	Review email and letter from UST re the Initial Debtor Interview, forward same to the client and to Sofya D	0.10 595.00/hr	59.50
	EG	Review E-mail from D. Reed re: Lexis Nexis search for Manuk Boyajian, conduct search, review results and draft E-mail to D. Reed re: same	0.30 200.00/hr	60.00
2/18/2021	MJB	Review and sign authorization for direct contact with the UST	0.10 595.00/hr	59.50
	SD	Inform client of the date and time for the meeting of creditors and initial debtor interview	0.10 495.00/hr	49.50
	YN	Telephone call with client re DIP account and to arrange a time for a conference call	0.20 225.00/hr	45.00



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			<u>Hrs/Rate</u>	<u>Amount</u>
2/18/2021	DR	Telephonic meeting with MMZ Manager, Michael Itaev, MMZ General Partner Manuk Boyajian, and MMZ Advisor, Ed Mazzarino, to go over needs for 7 day package.	0.50 435.00/hr	NO CHARGE
	YN	Telephone conference call with client, Eddie, and Manuk re 1st Day Motions and 7 day package	0.50 225.00/hr	NO CHARGE
	YN	Email client and request for picture ID	0.10 225.00/hr	NO CHARGE
	DR	Draft email of information requests to client	0.20 435.00/hr	87.00
	MJB	Review Notice re Meeting of Creditors, be sure that the meeting is on calendar	0.10 595.00/hr	59.50
2/19/2021	YN	Prepare the letter requesting for the recorded petition	0.10 225.00/hr	22.50
2/22/2021	SD	Review the deeds of trust for all loans (0.6); review the commercial lease agreement (0.6)	1.20 495.00/hr	594.00
	EG	Review E-mail from Y. Nipha re: compiling and redacting 6 months of bank statements, compile and redact statements, reply to E-mail	0.40 200.00/hr	NO CHARGE
2/23/2021	YN	Telephone conference call with the client re documents for the 7 day package	0.40 225.00/hr	90.00
	YN	Telephone call with client to obtain facts and information from the client and review the documents for the 7 day package	1.00 225.00/hr	225.00
	YN	Draft and prepare the 7 day package	3.00 225.00/hr	675.00
	SD	Remind Yathida to mail out the certified copy of the petition for recording (0.1); find out from the client the status of setting up DIP accounts (0.1)	0.20 495.00/hr	99.00
2/24/2021	SD	Review the 7-day compliance, check against information provided by client and provide my comments to Yathida (0.9); prepare the statement of major issues and timetable report (0.8); review and revise the budget (0.2)	1.90 495.00/hr	940.50
	YN	Make revisions to the 7 day package per S. Davtyan's comments and email to client	1.20 225.00/hr	NO CHARGE
3/2/2021	SD	Review the deficiencies and provide my comments to Yathida to address with Debtor's principal and file today	0.50 495.00/hr	247.50
	YN	Telephone call with client and Lisa Adjoda with Wise Funding re UCC Financing, send email to Lisa re same	0.30 225.00/hr	67.50

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			<u>Hrs/Rate</u>	<u>Amount</u>
3/2/2021	YN	Telephone call with client re the bankruptcy schedules and continue to prepare the deficiencies	1.50 225.00/hr	337.50
3/4/2021	SD	Review the amendments for filing to fix the ECF error	0.10 495.00/hr	NO CHARGE
	YN	Draft the amendments, call and email client re same	0.40 225.00/hr	90.00
3/16/2021	DR	Remind client of Initial Debtor Interview tomorrow	0.10 435.00/hr	43.50
	DR	Plan & Prepare Client for Initial Debtor Interview and 341(a) meetings	0.60 435.00/hr	261.00
	MJB	Review Order Scheduling Initial Ch 11 Status Confernce	0.10 595.00/hr	59.50
3/17/2021	MJB	Represent the debtor at the initial debtor interview	0.50 595.00/hr	297.50
	SD	Discuss the Initial Debtor Interview with Michael Berger and Debra Reed and email client with the outstanding MOR and compliance items	0.20 495.00/hr	99.00
	PG	Draft my Declaration for Order Scheduling Initial Chapter 11 Status and Case Management Conference	0.20 200.00/hr	40.00
3/18/2021	SD	Call and email client to go over the necessary amendments to the schedules and the budget	0.10 495.00/hr	49.50
	DR	Discussion of amending schedule to update assets	0.40 435.00/hr	174.00
	DR	Client called to discuss Rainbow Children's Academy.	0.20 435.00/hr	87.00
	YN	Telephone call with client re the Initial Debtor Interview	0.20 225.00/hr	45.00
	KM	Several email communications with OUST regarding transcripts for 341a meeting	0.40 225.00/hr	NO CHARGE
3/19/2021	SD	Review Peter Garza's declaration regarding the scheduling order for initial status hearing	0.10 495.00/hr	49.50
	EG	Travel time to, from and spend to get blank CD-RW's for Trustee	1.00 200.00/hr	NO CHARGE
	EG	Time spent at FedEx to mail CD-RW's for Trustee	0.70 200.00/hr	NO CHARGE

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			<u>Hrs/Rate</u>	<u>Amount</u>
3/22/2021	EG	Confer with D. Reed re: MMZ transcript status	0.10 200.00/hr	NO CHARGE
3/23/2021	KM	Telephone and email communications with Michael and Erol on how we can obtain 341a transcripts from OUST during the Covid period	0.60 225.00/hr	NO CHARGE
4/1/2021	YN	Telephone call with client and schedule conference with M. Berger	0.10 225.00/hr	NO CHARGE
	EG	Review and reply to E-mails from D. Reed, M. Berger re: disc reader needed for transcript CD	0.30 200.00/hr	NO CHARGE
4/2/2021	DR	Call with EdMazzarino and Michael Itaev regarding review of the Initial Debtor Interview.	0.90 435.00/hr	391.50
	DR	Review Rainbow Academy lease provided by client	0.20 435.00/hr	87.00
4/5/2021	SD	Review the email Debra Reed sent to client with the questions for the continued meeting of creditors	0.10 495.00/hr	49.50
4/6/2021	EG	Review and respond to E-mails from D. Reed re: getting transcript from disc to clients, pull file upload to folder and create link, forward same to her	0.50 200.00/hr	NO CHARGE
4/9/2021	MJB	Review and reply to email from Maria Ramos of the UST re commercial liability insurance	0.10 595.00/hr	59.50
	YN	Email client and telephone call with client re evidence of insurance	0.20 225.00/hr	45.00
4/12/2021	YN	Telephone call with client re expired insurance	0.10 225.00/hr	NO CHARGE
4/22/2021	SD	Prepare the Initial Status Conference Report	1.20 495.00/hr	594.00
	YN	Email Manuk and request for picture ID	0.10 225.00/hr	NO CHARGE
	EG	Travel time to, from and spent at Roybal to file Case Status Conference Report	3.00 200.00/hr	NO CHARGE
4/26/2021	MJB	Review email from client re minutes of member meeting , review draft minutes (.1), conference with Sofya D re same (.1)	0.20 595.00/hr	119.00
5/6/2021	MJB	Prepare for the initial status conference (.1) Appear by phone for the Initial Status Conference (.4); Prepare email to the client re dates and deadlines set at the status conference (.1)	0.60 595.00/hr	357.00

MMZ Holdings LLC Chapter 11

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	<u>Hrs/Rate</u>	<u>Amount</u>
5/7/2021 DR Advise client on letter from IRS.	0.10 435.00/hr	43.50
5/12/2021 SD Prepare a scheduling order after Initial Status Hearing	0.20 495.00/hr	99.00
5/13/2021 YN Draft Notice of Continued Status Hearing	0.20 225.00/hr	45.00
YN Lodge the scheduling order	0.10 225.00/hr	NO CHARGE
SUBTOTAL:	[ 28.80	7,037.50]
For professional services rendered	28.80	\$7,037.50

# **EXHIBIT 3**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
		<u>Meeting of Creditors</u>		
3/17/2021	MJB	Prepare for the initial debtor interview and the meeting of creditors	0.20 595.00/hr	119.00
	MJB	Represent the Debtor at the Initial Meeting of Creditors (1.3); Calendar continued hearing date and prepare email to client re the continued meeting of creditors (.1)	1.40 595.00/hr	833.00
	MJB	Telephone conference with Sofya D re Michael Itaev's testimony at the meeting of creditors (.1); Prepare email to client re same (.2) Telephone conference with client re same (.2)	0.50 595.00/hr	297.50
3/18/2021	DR	Investigate getting the transcript from the Meeting of creditors with Karine.	0.20 435.00/hr	NO CHARGE
4/1/2021	DR	Review meeting transcript testimony which was provided to our office as a recording by the trustee. Take notes.	1.30 435.00/hr	565.50
4/2/2021	MJB	Conference with Debra Reed re the debtor's testimony at the meeting, getting the facts straight re payment of rent to the debtor and payments by the debtor, assets of the debtor	0.10 595.00/hr	59.50
	DR	Plan & Prepare for meeting with Mike Itaev and Ed Mazzarino regarding review of the initial debtor interview	0.50 435.00/hr	217.50
	MJB	Conference with Debra Reed re her conference with the client today, client's request for a continuance of the meeting of creditors and what to do re same	0.10 595.00/hr	59.50

MMZ Holdings LLC Chapter 11

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			<u>Hrs/Rate</u>	<u>Amount</u>
4/5/2021	DR	Request extension from US Trustee for the continued meeting of creditors	0.10 435.00/hr	43.50
	DR	Prepare questionnaire for clients in order to gain information for creditors meeting.	0.50 435.00/hr	217.50
	DR	Request loan related documents and cash flow information from clients	0.10 435.00/hr	43.50
	DR	Send client recording of interview Meeting of Creditors	0.10 435.00/hr	NO CHARGE
	DR	Request extension from Creditor Lone Oak for 341 meeting.	0.10 435.00/hr	43.50
	DR	Request extension of 2 weeks to the continued SBA for the 341(a) meeting	0.10 435.00/hr	43.50
4/6/2021	DR	Communicate via email with 3 Creditors' Counsel (Lone Oak, Melissa Thomas, & SBA) to reschedule the meeting of creditors.	0.10 435.00/hr	43.50
	DR	Email Dare Law to determine if she approves the moving of the 341(a) meeting to 4/28/2021 at 1:30 pm.	0.10 435.00/hr	43.50
	DR	Communicate extension to client of the 341(a) hearing	0.10 435.00/hr	NO CHARGE
	DR	Email clients related to sending them the audio of the 341(a) meeting	0.10 435.00/hr	NO CHARGE
	DR	Confirm attendance of Manuk Boyajian at 341a meeting of creditors.	0.10 435.00/hr	NO CHARGE
4/12/2021	MJB	Plan & Prepare for the continued meeting of creditors, telephone conference with Sofya D re same	0.10 595.00/hr	59.50
4/13/2021	DR	Discuss upcoming meeting of creditors with Client and also discussion of Insurance renewal	0.10 435.00/hr	43.50
	DR	Email Client date and time of 341a meeting of creditors	0.10 435.00/hr	NO CHARGE
4/21/2021	DR	Discussion of whether Manuk is available to attend the meeting of creditors. Discussion of proceeds of loans. Discussion of relief from stay motion filed by Melissa Thomas	0.20 435.00/hr	87.00
4/26/2021	MJB	Telephone conference with Debra Reed re continued meeting of creditors	0.10 595.00/hr	59.50
4/28/2021	MJB	Exchange emails with Dare Law, Sofya and the client re changed information for the 341(a) call in information (.1); Represent the debtor at the continued meeting of creditors (1.1); Telephone conference with	1.30 595.00/hr	773.50

MMZ Holdings LLC Chapter 11

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		<u>Hrs/Rate</u>	<u>Amount</u>
	Sofya D re what happened at the 341(a) meeting, amended the debtor's Schedule B re accounts receivable (.1)		
4/28/2021	SD Find out how today's 341a meeting went (0.1); review client's email regarding the amendments needed from the meeting of creditors (0.1)	0.20 495.00/hr	99.00
SUBTOTAL:		[ 7.90	3,752.00]
For professional services rendered		7.90	\$3,752.00



# **EXHIBIT 4**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
		<u>Financing</u>		
2/17/2021	DR	Call Ed Mazzarino to request 90 day projections and 3 months bank statements	0.10 435.00/hr	43.50
	DR	Draft Appropriate Template for client 6 month financial projections.	0.30 435.00/hr	NO CHARGE
2/18/2021	MJB	Review and reply to email from Maycie McGowan of liquid asset partners re possible financing for the debtor	0.10 595.00/hr	59.50
2/19/2021	YN	Telephone call with client re the budget	0.10 225.00/hr	22.50
2/23/2021	DR	Email client re income figure for budget	0.10 435.00/hr	43.50
	DR	Email client re insurance premium amount	0.10 435.00/hr	43.50
	DR	Draft Cash Collateral Motion	1.10 435.00/hr	478.50
	DR	Call to client regarding value of property and amount of income shown in budget	0.10 435.00/hr	43.50
	DR	Revise draft 6 month budget	0.10 435.00/hr	43.50

MMZ Holdings LLC Chapter 11

Page 2

			<u>Hrs/Rate</u>	<u>Amount</u>
2/24/2021	MJB	Telephone conference with the client and Ed Mazzarino re possible refinance to pay off the second, also discuss the 7 day package and bankruptcy schedules	0.10 595.00/hr	59.50
3/11/2021	SD	Review the cash collateral motion and provide my comments to Debra Reed to address	0.60 495.00/hr	297.00
3/15/2021	MJB	Review letter from counsel for Loan Oak re its objection to use of cash collateral, conference with Sofya D re same	0.10 595.00/hr	59.50
	DR	Make revisions to MMZ Cash Collateral Motion.	0.50 435.00/hr	217.50
3/16/2021	DR	Read and Review - Receipt of letter from WRSS&R counsel for Lone Oak objecting to use of cash collateral	0.20 435.00/hr	87.00
	DR	Email Communication to Client regarding letter from Lone Oak Counsel. Request information.	0.20 435.00/hr	87.00
	DR	Reply to letter from WRSS&R counsel for Lone Oak regarding cash collateral	0.10 435.00/hr	43.50
	DR	Discuss Cash flow with Debtor, and expectation of future cash flows from rent payments.	0.20 435.00/hr	87.00
3/18/2021	DR	Client called to discuss mortgage refinance	0.20 435.00/hr	87.00
3/22/2021	DR	Draft email to clients what is missing for the cash collateral motion; cash flow projections included.	0.50 435.00/hr	217.50
	MJB	Review email from Debra Reed re proposed cash collateral motion	0.10 595.00/hr	59.50
3/23/2021	DR	Email and Voice mail to Communicate with Wolf Rifkin Shapiro Schulman and Rabkin LLP (Simon Aron) re cash collateral (Counsel for Lone Oak)	0.10 435.00/hr	43.50
3/31/2021	SD	Follow up with Debra regarding the cash collateral motion and amendments for MMZ	0.10 495.00/hr	49.50
4/9/2021	DR	Communicate with client requesting input for the Cash Collateral Motion.	0.10 435.00/hr	43.50
4/14/2021	DR	Discussion of SBA loan with M. Boyajian and M. Itaez	0.20 435.00/hr	87.00
	DR	Research re SBA Loan Use of Proceeds	0.30 435.00/hr	130.50

MMZ Holdings LLC Chapter 11

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		<u>Hrs/Rate</u>	<u>Amount</u>
4/23/2021	SD Review the six month budget sent by Manuk B. and provide my comments	0.20 495.00/hr	99.00
5/14/2021	DR Email client regarding SBA documents	0.10 435.00/hr	43.50
SUBTOTAL:		[ 6.00	2,576.50]
For professional services rendered		6.00	\$2,576.50

# **EXHIBIT 5**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
	<u>Business Operations</u>			
2/17/2021	MJB	Review and reply to email from Erol G re identifying the tenant of the debtor and obtaining Secretary of State and UCC Judgment lien records for the tenant	0.10 595.00/hr	59.50
2/18/2021	MJB	Review letter from Wells Fargo re debit restraint on its account due to the Chapter 11 bankruptcy filing, email client and Sofya D re same, re closing the WFB prepetition account and re opening a DIP account	0.10 595.00/hr	59.50
3/2/2021	MJB	Review and revise debtor's draft bankruptcy schedules, conference with Sofya D re same	0.10 595.00/hr	59.50
3/3/2021	YN	Draft MOR template for client	0.20 225.00/hr	NO CHARGE
3/16/2021	YN	Telephone call with client re February MOR	0.20 225.00/hr	45.00
3/23/2021	YN	Draft February's MOR	0.50 225.00/hr	112.50
3/25/2021	SD	Review February MOR	0.10 495.00/hr	49.50
3/26/2021	DR	Client called with MOR related question and hearing date questions	0.10 435.00/hr	43.50
3/31/2021	YN	Telephone call and email with client re February MOR	0.10 225.00/hr	22.50

MMZ Holdings LLC Chapter 11

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			<u>Hrs/Rate</u>	<u>Amount</u>
4/2/2021	DR	Perform due diligence on debtor. Review secretary of state website for Rainbow academy. Review Licensing and inspections for rainbow academy.	0.30 435.00/hr	130.50
4/5/2021	SD	Discuss the status of the 7-day compliance with Debra Reed (0.1); review the Commercial Lease Agreement (0.1); review the appraisal report (0.1)	0.30 495.00/hr	148.50
	SD	Discuss the status of the 7-day compliance with Debra Reed (0.1); review the Commercial Lease Agreement (0.1); review the appraisal report (0.1)	0.30 495.00/hr	148.50
4/20/2021	SD	Review March MOR and the supporting statements	0.20 495.00/hr	99.00
4/21/2021	YN	Make revisions to March MOR per S. Davtyan's comments	0.30 225.00/hr	NO CHARGE
4/26/2021	MJB	Review email from Debra Reed re ownership of the debtor	0.10 595.00/hr	59.50
5/7/2021	DR	Review letter from IRS to MMZ regarding tax returns. Prepare advice.	0.20 435.00/hr	87.00
	DR	Reply to email from Simon Aron attorney for Lone Oak secured creditor regarding payment history.	0.10 435.00/hr	43.50
5/11/2021	DR	Draft Excel Spreadsheet with payments in and out to Lone Oak and Melissa Thomas	0.50 435.00/hr	217.50
5/14/2021	MJB	Telephone conference with Sofya D re problem of client not providing the accounting of SBA funds, what to do re same	0.10 595.00/hr	59.50
	SD	Discuss the SBA's accounting request with Michael Berger and Debra Reed (0.1); send an email to Mike Itaen and Manuk Boyajian re same (0.1)	0.20 495.00/hr	99.00
SUBTOTAL:			[ 4.10	1,544.00]
For professional services rendered			4.10	\$1,544.00

# **EXHIBIT 6**



Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
		<u>Fee/Employment Applications</u>		
2/23/2021	MJB	Research my prior connections with the debtor and individuals and companies associated with the debtor for disclosure in the Application to Employ MJB as General Bankruptcy Counsel for the debtor	0.20 595.00/hr	119.00
2/24/2021	YN	Research previous case regarding connections with Debtor and M. Berger for the Application to Employ M. Berger (0.3); telephone call with client re same (0.3)	0.60 225.00/hr	135.00
	YN	Draft Application to Employ B. Berger as General Bankruptcy Counsel and prepare the exhibits	2.00 225.00/hr	450.00
	YN	Draft the Statement of Disinterestedness for the Application to Employ M. Berger	0.40 225.00/hr	90.00
2/25/2021	YN	Draft the Notice of Opportunity to Request a Hearing for the Application to Employ M. Berger	0.20 225.00/hr	45.00
2/26/2021	SD	Review the Employment Application of Law Offices of Michael Berger and provide my comments to Yathida to address	0.70 495.00/hr	346.50
	YN	Make revisions to the Application to Employ M. Berger per S. Davtyan's comments	0.40 225.00/hr	NO CHARGE
	MJB	Review and revise draft Application to Employ MJB as General Bankruptcy Counsel for the Debtor	0.20 595.00/hr	119.00
	YN	Make revisions to the Application to Employ M. Berger per M. Berger's comments and email to client	0.30 225.00/hr	NO CHARGE

MMZ Holdings LLC Chapter 11

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		<u>Hrs/Rate</u>	<u>Amount</u>
3/23/2021	YN Draft Declaration that No Party Requested a Hearing and the Order Granting M. Berger's Application to be Employed as Counsel	0.30 225.00/hr	NO CHARGE
3/26/2021	MJB Review Order to Employ MJB as General Bankruptcy Counsel for the Debtor	0.10 595.00/hr	59.50
SUBTOTAL:		[ 5.40	1,364.00]
For professional services rendered		5.40	\$1,364.00

# **EXHIBIT 7**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
<u>Claims Administration and Objections</u>				
3/23/2021	SD	Review the claim filed Los Angeles County Tax Collector	0.10 495.00/hr	49.50
	DR	Review POC State Tax Authority California	0.10 435.00/hr	NO CHARGE
4/2/2021	DR	Send property appraisal to Simon Aron Counsel for Lone Oak.	0.10 435.00/hr	43.50
5/7/2021	SD	Review the claim filed by SBA	0.10 495.00/hr	49.50
	YN	Draft Notice of Claims Bar Date	0.20 225.00/hr	45.00
	MJB	Review and reply to email from Elan Levey re information that she wants to show how debtor spent the money that it borrowed from the SBA and requesting that debtor amend its bankruptcy schedules to show its account receivable from Rainbow Children's Academy (.2); Telephone conference with Sofya D re same (.1); Review reply email from Elan Levy agreeing to a May 14 deadline to produce information regarding how the debtor spent the money that it received from the SBA (.1)	0.40 595.00/hr	238.00
	SD	Review the Notice of Claims Bar Date	0.10 495.00/hr	49.50

MMZ Holdings LLC Chapter 11

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	<u>Hrs/Rate</u>	<u>Amount</u>
SUBTOTAL:	[ 1.10	475.00]
For professional services rendered	1.10	\$475.00

# **EXHIBIT 8**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

		<u>Hrs/Rate</u>	<u>Amount</u>
	<u>Asset Analysis and Recovery</u>		
2/18/2021	SD Call with Debtor's principal regarding the 7-day compliance and information needed for the schedules and for my strategy (0.3); send an email to Cal Bank and Trust re setting up DIP accounts for MMZ (0.1)	0.40 495.00/hr	198.00
4/21/2021	MJB Conference with Debra Reed re possible claims of the debtor against Manuk Manukyan, possible changes in the management of the debtor	0.10 595.00/hr	59.50
SUBTOTAL:		[ 0.50	257.50]
For professional services rendered		0.50	\$257.50

# **EXHIBIT 9**



Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
		<u>Litigation</u>		
3/2/2021	EG	Confer with Y. Nipha re: civil lawsuit search	0.10 200.00/hr	NO CHARGE
	EG	Conduct civil lawsuit search by name for MMZ	0.10 200.00/hr	20.00
	EG	Conduct civil lawsuit search by name for Rainbow Children Academy Corp.	0.10 200.00/hr	20.00
	EG	Confer with Y. Nipha re: civil lawsuit search results	0.10 200.00/hr	NO CHARGE
SUBTOTAL:			[ 0.40	40.00]
For professional services rendered			0.40	\$40.00

# **EXHIBIT 10**

Category	Hours Billed	Hours Non-billed	Total Hours Worked	Amount of Fees Charged
Relief From Stay	15.7	1.5	17.2	\$ 7,407.50
Case Administration	18.8	10	28.8	\$ 7,037.50
Meeting of Creditors	7.2	0.7	7.9	\$ 3,752.00
Financing	5.7	0.3	6	\$ 2,576.50
Business Operations	3.6	0.5	4.1	\$ 1,544.00
Fee and Employment Applications	4.4	1	5.4	\$ 1,364.00
Claims Administration and Objections	1	0.1	1.1	\$ 475.00
Asset Analysis	0.5	0.5	1	\$ 257.50
Litigation	0.2	0.2	0.4	\$ 40.00
<b>Totals</b>	<b>57.1</b>	<b>14.3</b>	<b>71.4</b>	<b>\$ 24,454.00</b>

# **EXHIBIT 11**

Law Offices of Michael Jay Berger  
9454 Wilshire Blvd. 6th Floor  
Beverly Hills, CA 90212-2929

Invoice submitted to:  
MMZ Holdings LLC Chapter 11  
Michael Itaev  
1213 Centinela Avenue  
Inglewood, CA 90302

May 18, 2021

Invoice #875

Additional Charges :

	<u>Amount</u>
2/19/2021 Copy of the Certified Petition	11.00
3/2/2021 Judge's copy sent up	9.40
Application for order authorizing debtor to employ general bankruptcy counsel	
Fee for civil lawsuit search by name for MMZ	1.00
Fee for civil lawsuit search by name for Rainbow Children Academy Corp.	1.00
3/3/2021 20 pages for 11 mailings	22.00
Application for order authorizing debtor to employ general bankruptcy counsel	
11 mailings at .71 each	7.81
Application for order authorizing debtor to employ general bankruptcy counsel	
Fee for civil case search	1.00
3/4/2021 Amendment Fee	32.00
3/5/2021 5 pages for 21 mailings	10.50
Summary of amended schedules, master mailing list, and or statements	
21 mailings at .51 each	10.71
Summary of amended schedules, master mailing list, and or statements	
3/16/2021 2 pages for 23 mailings	4.60
Order scheduling initial chapter 11 status and case management conference	
23 mailings at .51 each	11.73
Order scheduling initial chapter 11 status and case management conference	

MMZ Holdings LLC Chapter 11

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	<u>Amount</u>
3/19/2021 Travel mileage to, from and spend to get blank CD-RW's for Trustee	8.80
Cost for blank CD-RW's for Trustee	16.41
Postage and return postage for blank CD-RW's for Trustee	26.82
3/22/2021 Judge's copy sent ups Declaration of PG re service order initial chapter 11 status and case conference	9.46
3/23/2021 Judge's copy sent ups Declaration that no party requested a hearing on motion Order authorizing debtor's application to employ the law offices of MJB	9.46
4/16/2021 Los Angeles County Recorder Fee for Recording Bankruptcy Petition	107.00
4/22/2021 7 pages for 14 mailings Chapter 11 status conference report (initial)	9.80
14 mailings at .51 each Chapter 11 status conference report (initial)	7.14
Mileage for travel true and from Roybal to file Case Status Conference Report	14.30
Parking at Roybal to file Case Status Conference Report	3.00
4/28/2021 81 pages for 22 mailings Response to motion regarding the automatic stay and declaration(s) in support	179.20
Judge's copy sent ups Response to motion regarding the automatic stay and declaration(s) in support	9.46
22 mailings at \$2.40 each Response to motion regarding the automatic stay and declaration(s) in support	52.80
5/7/2021 53 pages for 25 mailings Supplemental declaration of bang and real estate appraisal in support of MMZ Notice of bar date for filing proofs of claim in a chapter 11 case	132.50
Judge's copy sent ups Supplemental declaration of bang and real estate appraisal in support of MMZ Notice of bar date for filing proofs of claim in a chapter 11 case	9.46
25 mailings at \$1.80 each Supplemental declaration of bang and real estate appraisal in support of MMZ Notice of bar date for filing proofs of claim in a chapter 11 case	45.00
5/14/2021 3 pages for 23 mailings Notice of continued status hearing	6.90
23 mailings at .51 each Notice of continued status hearing	11.73

MMZ Holdings LLC Chapter 11

Page 3

	<u>Amount</u>
5/14/2021 Judge's copy sent ups	9.44
Notice of continued status hearing	
Scheduling order after the initial conference	
	<hr/>
Total additional charges	\$791.43

# **EXHIBIT 12**



## MICHAEL JAY BERGER

9454 Wilshire Boulevard, 6<sup>th</sup> Floor, Beverly Hills, California 90212

T: 310.271.6223 | F: 310.271.9805 | E: michael.berger@bankruptcypower.com | W: www.bankruptcypower.com

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### EDUCATION

**Certified Legal Specialist in Bankruptcy Law certified by the California Board of  
Legal Specialization of the State Bar of California**

Certified on September 1, 2006 and continuously certified since then.

Law School – HASTINGS COLLEGE OF LAW, San Francisco, California

J.D. with Honors, May 1981;

Class Standing: Top 10%

**Main Honors and Activities**

Order of the Coif

Thurston Honor Society

Law Review

Phi Alpha Delta

Undergraduate – DUKE UNIVERSITY, Durham, North Carolina

B.A. Graduated with Honors, 1978 Major: English

**Main Honors and Activities**

Captain of the Duke Debate Team

Chairman, Duke Branch of the North Carolina Public Interest Research Group

Member, National Honorary Society

Delta Sigma Rho Tau Kappa Alpha

### WORK EXPERIENCE

39 years of experience representing debtors, creditors and third parties in all types of bankruptcy proceedings. My clients include accountants, actors, advertising agencies, ambulance companies, bail bond companies, book stores, car washes, churches and synagogues, clothing companies, construction companies, construction supply companies, contractors, cosmetic companies, dentists, designers, doctors, entrepreneurs, film companies, gas stations, hospitals, hotels, insurance agencies, insurance sales people, investors, landlords and tenants, landscape companies, lawyers, lenders, magazines, manufacturing companies, musicians, nightclubs, pawn shops, physical therapists, radio stations, real estate brokers, real estate developers, real estate investors, restaurants, retail stores, schools, screenwriters, security guard companies, shopping centers, song writers, stock brokers, students, teachers, television stations, trucking companies and veterinarians.

1996 to Now

**LAW OFFICES OF MICHAEL JAY BERGER**

Beverly Hills, California

Principal attorney in law firm specializing in bankruptcy practice. Extensive experience representing debtors, creditors and third parties in numerous Chapter 7, 11 and 13 proceedings.

1983 to 1996

**Attorney and Managing Partner, BERGER & STOLAR, INC.**

Beverly Hills, California

Senior trial lawyer specializing in bankruptcy and civil litigation practice. Very knowledgeable and experienced in all types of civil litigation, including all types of collection, business, contract, entertainment, real estate, probate and bankruptcy cases. Extensive experience representing debtors and creditors in numerous Chapter 7, 11 and 13 proceedings.

1981 to 1983 Attorney, RIFKIND, STERLING & LEVIN, INC.

Beverly Hills, California

Practiced in all phases of civil litigation. Primarily responsible for collection, bankruptcy, breach of contract, real estate and tort cases.

## ACTIVITIES AND ASSOCIATIONS

“AV” rated lawyer as rated by Martindale Hubbell legal directory 1995-2021\*

“Superb Rated Attorney” By Avvo

Former Judge Pro Tem, Beverly Hills Municipal Court

Former Arbitrator, Beverly Hills Bar Association

Former Editor of the Beverly Hills Bar Association Journal

Member of the Bankruptcy Section of the Beverly Hills Bar Association

Member of the Los Angeles Bankruptcy Forum

Member of the California Bankruptcy Forum

Member of the American Bankruptcy Institute

Member of Mensa, The High IQ Society

Member of Track Club Los Angeles

Marathon and Ultramarathon Runner

Guitar Player and Lead Singer for the Rock and Roll Band DTF

## AREA SERVED

I serve the entire Southern California area, with the majority of my cases being in the Central District of California downtown Los Angeles, San Fernando Valley, Santa Ana and Riverside branch courts.

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\* The Martindale-Hubbell "AV" rating indicates very high to preeminent legal ability and very high ethical standards as established by confidential opinions from members of the bar.

# **EXHIBIT 13**

# LAW OFFICES OF MICHAEL JAY BERGER

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9454 Wilshire Blvd., 6<sup>th</sup> Floor  
Beverly Hills, California 90212  
Tel: 310-271-6223 | Fax: 310-271-0985

LAW OFFICES OF MICHAEL J. BERGER (the “Firm”) limits its practice to the field of bankruptcy, insolvency, workouts and related civil litigation and transactional matters. The Firm’s legal representation, involves extensive involvement with consumers and businesses, as Debtors and Debtors-in-Possession in chapter 7, 11 and 13 Bankruptcies.

## **DESCRIPTION OF RESPONSIBILITIES OF BANKRUPTCY ATTORNEYS**

The Firm’s Bankruptcy Department currently employs four full-time attorneys whose duties include, but are not limited to, attendance at the client’s initial debtor interview, 341(a) meeting of creditors and confirmation hearing. The Firm’s attorneys also prepare petitions, schedules and other documents that are critical to the success of each case.

The attorneys, under the supervision of the Firm’s principal attorney, Michael Jay Berger, are responsible for the research, preparation and filing of applications, motions and other documents throughout the course of a client’s bankruptcy. More specifically, the attorneys draft applications to employ professionals and applications for attorney compensation, as well as budget motions, motions for the interim use of cash collateral, motions to value and Chapter 11 and 13 plans of reorganization and disclosure statements.

The Firm’s attorneys also ensure compliance with the Bankruptcy Code and Local Bankruptcy Rules. The attorneys are often required to prepare and file: applications for orders shortening time, motions for authorization to incur debt, applications for removal of civil actions, amendments to schedules, final reports, orders, judgments-findings of fact and conclusions of law, applications for final decrees closing Chapter 11 cases, statements of indebtedness and declarations in adversary proceedings, collection complaints, notices of appeals, and proofs of claim.

Immediately following is a brief description of the qualifications of the Firm’s Attorneys.

**Michael Jay Berger – Principal Attorney**, admitted to the State Bar of California, 1981; Central District of California, 1982. Mr. Berger is a Certified Legal Specialist in Bankruptcy Law certified by the California Board of Legal Specialization of the State Bar of California.

University of California Hastings, San Francisco, CA (1981)  
Duke University, Durham, NC (1978).

**Sofya Davtyan – Senior Associate:** Admitted to the State Bar of California, 2008; Central District of California, 2008. Ms. Davtyan joined the firm in February of 2009. Ms. Davtyan is a Certified Specialist in Bankruptcy Law, Certified by the California Board of Legal Specialization.

Ventura College of Law, Ventura, CA (2008)

University of Southern California, Los Angeles, CA (2002)

**Carolyn M. Afari – Mid-Level Associate:** Admitted to the State Bar of California, 2012; Central District of California, 2012. Ms. Afari joined the firm in June of 2017.

University of West Los Angeles School of Law, Los Angeles, CA (2011)

University of Southern California, Los Angeles, CA (2005)

**Debra J. Reed – Mid-Level Associate:** Admitted to the State Bar of California, 2010; Central District of California, 2020. Ms. Reed joined the firm in 2020.

Santa Clara University School of Law, Santa Clara, CA • Juris Doctor (2009)

Baruch College, New York, NY • Masters of Business Administration (2000)

Boston College, Boston MA • Bachelor of Arts (1986)

**Samuel Boyamian – Associate:** Admitted to the State Bar of California, 2017; Central District of California, 2017. Mr. Boyamian joined the firm in 2011 and re-joined the firm in May of 2014.

Southwestern Law School, Los Angeles, CA (2015)

University of California, Riverside, Riverside, CA (2006)

## **DESCRIPTION OF RESPONSIBILITIES OF PARALEGALS & LEGAL ASSISTANTS**

The Firm's Bankruptcy Department currently employs four full-time paralegals and legal assistants whose duties include, but are not limited to, the following:

Attendance at initial attorney/client meetings, preparation of petitions, schedules, statement of affairs and rendering assistance to client in meeting the requirements of the United States Trustee.

After filing of the petition, the Paralegals, under the supervision of the attorneys, prepare drafts of motions, applications and other documents, including, but not limited to the following:

Application for authorization to employ professional persons, applications for compensation of attorneys' fees, motions to compromise controversies, stipulations, motions for extension of time for the debtor to file schedules, motions for extension of exclusivity periods [Bankruptcy Code §1121], motions for extension of the time in which the debtor may assume or reject nonresidential real property leases, motions for authorization to sell assets of the debtor's estate, applications for orders shortening time for serving notices to creditors, motions for authorization to incur debt, applications for removal of civil actions, amendments to schedules, final reports and account [Bankruptcy Rule 1019 (6)], notices as required by the Bankruptcy Rules, orders, judgments-findings of fact and

conclusions of law, applications for final decrees closing Chapter 11 cases, final decrees, statements of indebtedness and declarations in adversary proceedings, collection complaints, notices of appeals, proofs of claims, and any other documents which may appropriately be drafted at the legal assistant level.

Immediately following is a brief description of the qualifications of the Firm's Paralegals and Legal Assistants.

**Yathida Nipha (Senior Paralegal):** Ms. Nipha is a senior paralegal with ten (10) years of experience in Chapters 7, 11 and 13. Ms. Nipha joined the firm in January 2010.

University of Phoenix, Los Angeles, CA (2008)

**Karine Manvelian (Senior Paralegal):** Mrs. Manvelian joined the firm in 2014 and has returned in December 2015. Mrs. Manvelian worked with the United States Bankruptcy Court for over 20 years.

**Erol Guler (Paralegal):** Mr. Guler joined the firm in September 2013.

Mr. Guler is a paralegal and he is a registered process server. Mr. Guler also is knowledgeable with filing collections notices with State Court. Mr. Guler prepares declarations of service and Applications to Employ Professionals. Mr. Guler has experience preparing bankruptcy schedules in chapter 7, 11, and 13.

West L.A. College, Culver City, CA – ABA Accredited Program

**Peter Garza (Paralegal):** Mr. Garza joined the firm in May 2015. Prior to joining the firm, Mr. Garza was a customer service supervisor with Williams Lea, Inc. at O'Melveny & Myers for 15 years. Mr. Garza prepares declarations of service and Applications to Employ Professionals. Mr. Garza has experience preparing bankruptcy schedules in chapter 7, 11, and 13.

# **EXHIBIT 14**

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address  <b>LAW OFFICES OF MICHAEL JAY BERGER</b> <b>Michael Jay Berger</b> <b>9454 Wilshire Boulevard, 6th floor</b> <b>Beverly Hills, CA 90212</b> <b>(310) 271-6223 Fax: (310) 271-9805</b> California State Bar Number: 100291 CA <b>michael.berger@bankruptcypower.com</b>	FOR COURT USE ONLY
<b>UNITED STATES BANKRUPTCY COURT</b> <b>CENTRAL DISTRICT OF CALIFORNIA</b>	
In re: <b>MMZ Holdings, LLC</b>	CASE NO.: 2:21-bk-11230-WB CHAPTER <u>11</u>
Debtor(s).	<b>NOTICE OF HEARING ON APPLICATION FOR PAYMENT OF:</b> <input checked="" type="checkbox"/> <b>INTERIM FEES AND/OR EXPENSES</b> <input type="checkbox"/> <b>FINAL FEES AND/OR EXPENSES</b> <b>[11 U.S.C. § 331 OR § 330]</b>

TO ALL INTERESTED PARTIES: NOTICE IS GIVEN that on the following date and time and in the indicated courtroom, the following Applicant(s) will move this court for an order approving a fee and/or expense application(s):

1. **Application Information:** ☐ See attached page for information on additional applicants
  - a. Name of Applicant (*specify*): Michael Jay Berger
  - b. Amount of fees requested: \$24,454.00
  - c. Amount of costs requested: \$ 791.43
  - d. Period covered by Application (*specify*): February 17, 2021 through May 16, 2021
  - e. Address of Applicant (*specify*): 9454 Wilshire Blvd, 6th Floor, Beverly Hills, CA 90212

(If more than one application is included in this notice, attach a separate sheet stating the above information for each Applicant)
2. 

Hearing Date: <u>6/25/2021</u> Time: <u>2:00 pm</u> Courtroom: <u>1375</u> Floor: <u>13</u>
<input checked="" type="checkbox"/> 255 East Temple Street, Los Angeles, CA 90012 <input type="checkbox"/> 411 West Fourth Street, Santa Ana, CA 92701
<input type="checkbox"/> 21041 Burbank Boulevard, Woodland Hills, CA 91367 <input type="checkbox"/> 1415 State Street, Santa Barbara, CA 93101
<input type="checkbox"/> 3420 Twelfth Street, Riverside, CA 92501
3. **Deadline for Opposition Papers:** If you wish to object to the application(s), you must file a written objection with the court and serve a copy of it upon the Applicant(s), the Debtor's attorney, and trustee's attorney, if any, no less than 14 days prior to the above hearing date. If you fail to file a written objection to the application(s) within such time period, the court may treat such failure as a waiver of your right to object to the application(s) and may



approve the application(s). If you wish to review the full application(s), you may review the application(s) on file with the court or obtain a copy from Applicant(s).

4. **Deadline for Filing Other Professional Fee Applications:** If the above application(s) are for payment of interim fees, pursuant to LBR 2016-1, other professional persons retained pursuant to court approval may also seek approval of interim fees at this hearing, provided that they file and serve their applications in a timely manner. Unless otherwise ordered by the court, hearings on interim fee applications will not be scheduled less than 120 days apart.

Date: May 28, 2021

Law Offices of Michael Jay Berger

Print name of law firm

Michael Jay Berger

Signature

Michael Jay Berger

Print name of attorney

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:  
**9454 Wilshire Boulevard, 6th floor**  
**Beverly Hills, CA 90212**

A true and correct copy of the foregoing document entitled: NOTICE OF HEARING ON APPLICATION FOR PAYMENT OF INTERIM OR FINAL FEES AND/OR EXPENSES will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (date) 6/2/2021, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Counsel for Debtor: Michael Jay Berger michael.berger@bankruptcypower.com,  
yathida.nipha@bankruptcypower.com;michael.berger@ecf.inforuptcy.com

U.S. Trustee Dare Law dare.law@usdoj.gov

United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov

Counsel for Lone Oak Fund: Simon Aron saron@wrslawyers.com, eweiman@wrslawyers.com

Counsel for Melissa Thomas: Benjamin Nachimson ben.nachimson@wnlawyers.com, ben.nachimson@wnlawyers.com

☐ Service information continued on attached page

**2. SERVED BY UNITED STATES MAIL:**

On (date) 6/2/2021, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☒ Service information continued on attached page

**3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (date) 6/2/2021, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Honorable Julia W. Brand  
United States Bankruptcy Court  
Central District of California  
Edward R. Roybal Federal Building and Courthouse  
255 E. Temple Street, Suite 1382 / Courtroom 1375  
Los Angeles, CA 90012

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

6/2/2021  
Date

Peter Garza  
Printed Name

/s/Peter Garza  
Signature

**2. SERVED BY UNITED STATES MAIL:**

**SECURED CREDITORS:**

Credit Suisse First Boston, LLC  
PO Box 861894  
Los Angeles, CA 90086

Lone Oak Fund, LLC  
11611 San Vicente Blvd., Ste. 640  
Los Angeles, CA 90049

Los Angeles County Tax Collector  
POB 54110  
Los Angeles, CA 90054 (Address from POC)

Melissa Thomas  
PO Box 2445  
Saratoga, CA 95070

Peter Ma  
2834 Military Ave  
Los Angeles, CA 90064

Rainbow Children Academy Corp  
1213-1217 & 1223 Centinela Ave.  
Inglewood, CA 90302

U.S. SBA  
10737 Gateway West #300  
El Paso, TX 79935

U.S. SBA  
Attn: Gil Hopenstand  
312 N. Spring St., 5th Fl.  
Los Angeles, CA 90012 (Address from POC)

**UNSECURED CREDITOR:**

Yellowstone Capital West, LLC  
30 Broad Street, Suite 1462  
New York, NY 10004

Wise Funding  
767 Third Ave., 32nd Fl  
New York, NY 10017

Franchise Tax Board  
Attn: Rebecca Estonilo  
Bankruptcy Section, MS: A-340  
PO Box 2952  
Sacramento, CA 95812-2952 (Address from POC)

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:  
9454 Wilshire Blvd., 6<sup>th</sup> Fl., Beverly Hills, CA 90212

A true and correct copy of the foregoing document entitled (*specify*): **FIRST INTERIM APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF MICHAEL JAY BERGER; DECLARATIONS OF MICHAEL JAY BERGER AND MANUK BOYAJIAN IN SUPPORT THEREOF** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (date) 6/2/21, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Counsel for Debtor: Michael Jay Berger michael.berger@bankruptcypower.com,  
yathida.nipha@bankruptcypower.com;michael.berger@ecf.inforuptcy.com  
U.S. Trustee Dare Law dare.law@usdoj.gov  
United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov  
Counsel for Lone Oak Fund: Simon Aron saron@wrslawyers.com, eweiman@wrslawyers.com  
Counsel for Melissa Thomas: Benjamin Nachimson ben.nachimson@wnlawyers.com, ben.nachimson@wnlawyers.com

☐ Service information continued on attached page

**2. SERVED BY UNITED STATES MAIL:**

On \_\_\_\_\_, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

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Honorable Julia W. Brand  
United States Bankruptcy Court  
Central District of California  
Edward R. Roybal Federal Building and Courthouse  
255 E. Temple Street, Suite 1382 / Courtroom 1375  
Los Angeles, CA 90012

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

6/2/21  
Date

Peter Garza  
Printed Name

/s/Peter Garza  
Signature

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.